

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CROWFOOT VALLEY RANCH METROPOLITAN DISTRICT NO. 1 HELD JUNE 25, 2020

A Special Meeting of the Board of Directors (the "Board") of the Crowfoot Valley Ranch Metropolitan District No. 1 (the "District") was convened on Thursday, the 25<sup>th</sup> day of June 2020, at 1:00 p.m. The meeting was open to the public.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

#### ATTENDANCE

#### Directors In Attendance Were:

Chad Murphy  
Richard Cross  
John ("Jay") W. Despard  
Mitchell M. Peterson  
Ryan D. Marsh

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Matthew Ruhland, Esq.; Collins Cockrel & Cole, P.C.

Jason Carroll and Paul Wilson, CliftonLarsonAllen LLP

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State.

Attorney Ruhland noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. It was noted that all Directors' Disclosure Statements have been filed.

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### ADMINISTRATIVE MATTERS

**Agenda:** The Board reviewed a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Agenda was approved, as amended.

**May 5, 2020 Election:** Ms. Finn noted for the Board that the May 5, 2020 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board. Directors Murphy, Despard and Marsh were deemed elected to 2-year terms ending in May, 2022. Directors Cross and Peterson were deemed elected to 3-year terms ending in May, 2023.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Chad Murphy
Treasurer	Richard Cross
Secretary	Ann E. Finn
Assistant Secretary	John ("Jay") W. Despard
Assistant Secretary	Mitchell M. Peterson
Assistant Secretary	Ryan D. Marsh

**Minutes:** The Board reviewed the Minutes of the February 19, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Despard, seconded by Director Cross and, upon vote, unanimously carried, the Minutes of the February 19, 2020 Special Meeting were approved, as presented.

**Reschedule September 7, 2020 (Labor Day) Regular Board Meeting:** The Board discussed rescheduling the September 7, 2020 Regular Board Meeting to Monday, September 14, 2020.

Following discussion, upon motion duly made by Director Despard, seconded by Director Cross and, upon vote, unanimously carried, the Board approved rescheduling the September 7, 2020 Regular Board Meeting to Monday, September 14, 2020, at 1:00 p.m., via teleconference.

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### PUBLIC COMMENT

There was no public comment.

### FINANCIAL MATTERS

**Payment of Claims:** The Board then considered approval of the payment of claims for the following periods:

Fund	Period ending Nov. 19, 2019	Period ending Dec. 19, 2019	Period ending January 20, 2020	Period ending Feb. 20, 2020
General	\$ 1,551.65	\$ 8,605.41	\$ 1,407.43	\$ 7,188.75
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 195,473.73	\$ 10,694.78	\$ 482,527.87	\$ 772,659.43
<b>Total</b>	<b>\$ 197,025.38</b>	<b>\$ 19,300.19</b>	<b>\$ 483,935.30</b>	<b>\$ 779,848.18</b>

Fund	Period ending March 20, 2020	Period ending April 20, 2020	Period ending May 20, 2020	Period ending June 20, 2020
General	\$ 4,623.04	\$ 113,003.46	\$ 6,677.29	\$ 3,157.72
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 482,513.10	\$ 1,347,241.12	\$ 1,262,532.76	\$ 2,086,437.38
<b>Total</b>	<b>\$ 487,136.14</b>	<b>\$ 1,460,244.58</b>	<b>\$ 1,269,210.05</b>	<b>\$ 2,089,595.10</b>

Following discussion, upon motion duly made by Director Murphy, seconded by Director Despard and, upon vote, unanimously carried, the Board approved the payment of claims, as presented.

**Unaudited Financials and Cash Position Schedule:** Mr. Wilson reviewed for the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2020 and the schedule of cash position statement updated as of April 22, 2020.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the unaudited financial statements and the schedule of cash position statement were accepted, as presented.

**2019 Audit:** Mr. Wilson reviewed the 2019 Audit and Audit Representations Letter with the Board.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Despard and, upon vote, unanimously carried, the Board approved the 2019 Audit and authorized execution of the Audit Representations Letter.

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**Collection of Facilities Fees by the District:** The Board discussed the process for collection of Facilities Fees by the District. No formal action was taken by the Board; however, the Board directed Ms. Finn to work Mr. Carrol and Mr. Wilson to determine a collection process.

**2021 Budget Preparation:** The Board discussed preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 budget. The Board determined to hold a public hearing to consider adoption of the 2021 Budget on December 7, 2020, at 9:00 a.m., at the offices of Hines, 1144 15<sup>th</sup> Street, Suite 3675, Denver, Colorado 80202.

**Payment to the Castle Rock Fire and Rescue Department pursuant to the Intergovernmental Agreement (“IGA”):** Ms. Finn noted for the Board that payment was made to the Castle Rock Fire and Rescue Department pursuant to the IGA. Following discussion, the Board directed Ms. Finn to send a copy of the receipt to the Castle Rock Fire and Rescue Department.

### **LEGAL MATTERS**

**Extra-Territorial Wastewater Service IGA between the Town of Castle Rock and the Crowfoot Valley Ranch Metropolitan District Nos. 1 and 2:** Attorney Ruhland reviewed with the Board the Extra-Territorial Wastewater Service IGA between the Town of Castle Rock and the Crowfoot Valley Ranch Metropolitan District Nos. 1 and 2.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board ratified approval of the Extra-Territorial Wastewater Service IGA between Town of Castle Rock and the Crowfoot Valley Ranch Metropolitan District Nos. 1 and 2.

**Assignment of and Fourth Amendment to Denver Southeast Suburban Water and Sanitation District Service Agreement between the HT Canyons South Development, LP and the District:** Attorney Ruhland reviewed with the Board an Assignment of and Fourth Amendment to Denver Southeast Suburban Water and Sanitation District Service Agreement between the HT Canyons South Development, LP and the District. It was noted that the Town of Castle Rock will provide both water and wastewater services to the District.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board

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ratified approval of the Assignment of and Fourth Amendment to Denver Southeast Suburban Water and Sanitation District Service Agreement between the HT Canyons South Development, LP and the District.

**Agreement between the District and Hines wherein Hine will construct road improvements and the District will provide funding reimbursements on a monthly basis for costs certified by Ranger Engineering:** The Board deferred discussion.

**Agreement with Ranger Engineering, LLC to provide a monthly certification, in addition to the already mentioned quarterly certifications that may have to do with other, non-road, public improvements:** The Board deferred discussion.

*Addendum to Proposal for District Engineering and Cost Certification Services between the District and Ranger Engineering, LLC:* The Board deferred discussion.

**Disclosure Documents for Builders and Potential Homeowners:** The Board discussed the preparation of disclosure documents for home builders and potential homeowners.

Following review and discussion, upon motion duly made by Director Murphy, seconded by Director Cross and, upon vote, unanimously carried, the Board authorized its consultant to prepare disclosure documents for home builders and potential homeowners.

### **CAPITAL IMPROVEMENTS**

**Off-Site Sanitary Improvement Project (Pinery & Outfall Sanitary Improvements) (Iron Women Construction and Environmental Services, LLC):** Director Marsh reported to the Board that the Off-Site Sanitary Improvement Project is 100% complete.

*Change Order Nos. 1, 2 and 3 to the Contract between the District and Iron Women Construction and Environmental Services LLC:* The Board reviewed Change Order Nos. 1, 2 and 3 to the Contract between the District and Iron Women Construction and Environmental Services LLC.

Following discussion, upon motion duly made by Director Cross, seconded by Director Murphy and, upon vote, unanimously carried, the Board approved Change Order Nos. 1, 2 and 3 to the Contract between the District and Iron Women Construction and Environmental Services LLC, in the total amount of \$189,400.

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**On-Site Utilities Improvement Project (Iron Women Construction and Environmental Services, LLC)**: Director Marsh reported to the Board on the status of the On-Site Sanitary Improvement Project.

*Change Order No. 1 to the Contract between the District and Iron Women Construction and Environmental Services LLC*: The Board reviewed Change Order No. 1 to the Contract between the District and Iron Women Construction and Environmental Services LLC.

Following discussion, upon motion duly made by Director Cross, seconded by Director Murphy and, upon vote, unanimously carried, the Board approved Change Order No. 1 to the Contract between the District and Iron Women Construction and Environmental Services LLC, in the amount of \$56,880.

*Additional Services Request No. 2 (Change Order Nos. 2-8) to the Contract between the District and Iron Women Construction and Environmental Services LLC*: The Board reviewed Additional Services Request No. 2 (Change Order Nos. 2-8) to the Contract between the District and Iron Women Construction and Environmental Services LLC.

Following discussion, upon motion duly made by Director Cross, seconded by Director Murphy and, upon vote, unanimously carried, the Board approved Additional Services Request No. 2 (Change Order Nos. 2-8) to the Contract between the District and Iron Women Construction and Environmental Services LLC, in the amount of \$1,352,164.50.

**On-Site Wet Utilities Project (Iron Women Construction and Environmental Services, LLC)**: Director Marsh reported to the Board that the On-Site Wet Utilities Project is 75% complete.

**Request for Qualifications (RFQ) for Concrete, Paving and other Construction Related Work**: The Board deferred discussion.

**Blanket Utility Easement (Large Parcels & Planned Developments) between the District and Intermountain Rural Electric Association**: The Board reviewed the Blanket Utility Easement (Large Parcels & Planned Developments) between the District and Intermountain Rural Electric Association.

Following discussion, upon motion duly made by Director Cross, seconded by Director Murphy and, upon vote, unanimously carried, the Board ratified approval of the Blanket Utility Easement (Large Parcels & Planned

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Developments) between the District and Intermountain Rural Electric Association. Director Marsh was authorized to modify the Easement, if necessary.

*Statement of Authority for President Murphy for the Blanket Utility Easement:*  
The Board reviewed the Statement of Authority for President Murphy to execute Blanket Utility Easement.

Following discussion, upon motion duly made by Director Cross, seconded by Director Murphy and, upon vote, unanimously carried, the Board ratified approval of the Statement of Authority for President Murphy to execute the Blanket Utility Easement.

### ADJORNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Despard, seconded by Director Peterson and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: ATJ  
Secretary for the Meeting